

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Case No. 05-44481 (RDD)
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	(Jointly Administered)
	:	
Debtors.	:	
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**REPUBLIC ENGINEERED PRODUCTS, INC.'S RESPONSE TO DEBTORS'
TWENTY-SECOND OMNIBUS OBJECTION TO CLAIMS**

Republic Engineered Products, Inc. ("REP"), by and through its undersigned counsel, hereby submits its response to the Debtors' Twenty-Second Omnibus Objection to Claims dated October 26, 2007 (the "Claims Objection").

1. On October 10, 2005, REP sent Delphi Corporation its written reclamation demand in the amount of \$448,364.19, which was assigned Reclamation Claim No. 130 by the Debtors (the "REP Reclamation Demand"). On October 13, 2005, REP sent Delphi Corporation copies of relevant invoices evidencing the REP Reclamation Demand.

2. On June 20, 2006, REP executed a letter agreement with Christina J. Cattell (acting on behalf of the Debtors), in which it agreed with the Debtors that REP's reclamation claim would be reduced to \$305,961.91 (the "Reconciled REP Reclamation Claim"). A copy of the June 20, 2006 agreement is attached hereto as Exhibit A and incorporated herein by reference.

3. On July 27, 2006, REP filed its Proof of Claim against Delphi Corporation, identified as Claim No. 11264 by the Debtors, in the amount of

\$673,272.82. A copy of REP's Proof of Claim is attached hereto as Exhibit B and incorporated herein by reference.

4. On or about April 27, 2007, the Debtors filed their Thirteenth Omnibus Objection to Claims, in which the Debtors objected to REP's claims. Under the Thirteenth Omnibus Objection to Claims, the Debtors did not object to the amount of the REP Reconciled Reclamation Claim, but did object to the total remaining amount of REP's general unsecured claim.

5. On June 6, 2007, the Court entered an Order approving the Thirteenth Omnibus Objection to Claims and consequently, REP's claims were reduced and allowed as follows: (a) an allowed priority claim in the amount of \$305,961.91 (the amount of the Reconciled REP Reclamation Claim); and (b) an allowed general unsecured claim in the amount of \$344,357.94. A copy of the Notice of Entry of the Order is attached hereto as Exhibit C and incorporated herein by reference.

6. On or about October 26, 2007, the Debtors filed their Twenty-Second Omnibus Objection to Claims, in which the Debtors, once again, objected to the allowed amount of REP's general unsecured claim. Under the Twenty-Second Omnibus Objection to Claims, the Debtors are asserting that REP should have: (a) an allowed priority claim in the amount of \$305,961.91 (the amount of the Reconciled REP Reclamation Claim); and (b) an allowed general unsecured claim in the further reduced amount of \$318,692.85 (a \$20,665.09 reduction).

7. REP objects to the Debtors' attempt to further reduce its general unsecured claim. Delphi Corporation bears the burden of proof on supporting its Twenty-Second Omnibus Objection to Claims. Notwithstanding that burden, the Debtors failed to attach any evidence or

supporting detail to the Objection to justify a further reduction of REP's general unsecured claim.

8. On the other hand, on February 22, 2006, Mark Fiorina of REP received an e-mail from Dan Brewer of Delphi Corporation, a copy of which is attached hereto as Exhibit D and incorporated herein by reference, in which Mr. Brewer represents that based upon the status of Delphi's pre-petition balances in its books as of February 17, 2006, REP had a pre-petition date claim in the amount of \$673,272.82 (the amount of REP's Proof of Claim – See Exhibit B attached hereto). Mr. Brewer's e-mail constitutes evidence of the validity and amount of REP's general unsecured claim.

WHEREFORE, REP requests that: (a) the Court deny the Debtors' Twenty Second Omnibus Objection to Claims as it relates to REP; (b) REP's claims be allowed in the amounts set forth in the Court's Order approving the Debtors' Thirteenth Omnibus Objection to Claims; and (c) the Court grant REP such other and further relief as it deems just and appropriate.

Dated: November 20, 2007

Respectfully submitted,
/s/Scott N. Opincar
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COUNSEL FOR REPUBLIC ENGINEERED
PRODUCTS, INC.

CERTIFICATE OF SERVICE

I hereby certify that on this 20th day of November, 2007, the foregoing REPUBLIC ENGINEERED PRODUCTS, INC.'S RESPONSE TO DEBTORS' TWENTY-SECOND OMNIBUS OBJECTION TO CLAIMS was sent by U.S. Mail, postage prepaid, to the following:

Honorable Robert D. Drain
United States Bankruptcy Judge
United States Bankruptcy Court for the Southern District of New York
One Bowing Green, Room 632
New York, NY 10004

Delphi Corporation
5725 Delphi Drive
Troy, MI 48098
Attn: General Counsel

Skadden, Arps, Slate, Meagher & Flom LLP
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Chicago, IL 60606
Attn: John Wm Butler, Jr., John K. Lynons, Joseph N. Wharton

/s/ Scott N. Opincar
SCOTT N. OPINCAR (0064027)

COUNSEL FOR REPUBLIC ENGINEERED
PRODUCTS, INC.

EXHIBIT A

EXHIBIT B

EXHIBIT C

EXHIBIT D